



PBA INFRASTRUCTURE LTD.

ISO 9001 : 2000
ISO 14001:2004
ISO 18001:2007

PBA: SE 2021

Date: 05.05.2021

To,

Bombay Stock Exchange Limited 25 th Floor, P. J. Tower, Dalal Street, Mumbai – 400001	National Stock Exchange of India Limited Exchange Plaza, BKC , Bandra (East) Mumbai – 400051
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Sub: SEBI Circular No. CIR/CFD/CMD/27/2019 Dated February, 08, 2019 -Annual Secretarial Compliance Report for the year ended 31st March, 2021.

Ref: BSE Security Code – 532676 / NSE ISIN - INE160H01019

Dear Sir/ Madam,

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019; we enclosed herewith the Annual Secretarial Compliance Report issued by J.C. & Associates, Practicing Company Secretaries for the year ended 31st March, 2021.

We request you to take the above in your records.

Thanking You,
Yours Faithfully,

For PBA Infrastructure Limited

Narain P Belani
Managing Director
DIN: 02395693



Encl: A/A



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**Secretarial Compliance Report of PBA Infrastructure Limited for the year
ended 31st March, 2021**

I, Mrs. Jacintha Castelino, Practicing Company Secretary, (FCS No.9798, CP No. 12162) have examined:

- (a) all the documents and records made available to us and explanation provided by **PBA Infrastructure Ltd** (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2021 (“Review Period”) in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not Applicable to the Company during the review period**)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the review period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the review period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the review period)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the review period)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- (j) Securities and Exchange Board of India (Registrar to an issue and Shares Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with Client;
- (k) Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2009; and circulars/ guidelines issued thereunder; **(Not Applicable to the Company during the review period)**

and based on the above examination, I/We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	Bombay Stock Exchange Limited (BSE)	Non Compliance of SEBI (LODR) Regulations, 2015	Suspension of Trading of Securities	At present Company had complied all the provisions of SEBI (LODR) Regulations, 2015. Company had filed an application for revocation of suspension of trading of securities. Internal Listing Committee of the BSE has granted In-principle approval for revocation of suspension of trading in the securities on 05.03.2021, subject to provide furnishing/documents with in one year. Company had filed post-inprinciple documents on 25.03.2021.
2	National Stock Exchange of India Limited (NSE)	Non Compliance of SEBI (LODR) Regulations, 2015	Suspension of Trading of Securities	At present Company had complied all the provisions of SEBI (LODR) Regulations, 2015. Company had filed an application for revocation of suspension of trading of securities.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year end 31.03.2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Suspended trading of securities Non-compliance with regulation 6, 17, 18, and 19 of SEBI (LODR) Regulations 2015	Suspended trading in securities of the Company w.e.f. from 9 th April, 2019 By Bombay Stock Exchange Limited	At present Company had complied all the provisions of SEBI (LODR) Regulations, 2015. Company had filed an application for revocation of suspension of trading of securities. Internal Listing Committee of the BSE has granted In-principle approval for revocation of suspension of trading in the securities on 05.03.2021, subject to provide furnishing/documents within one year. Company had filed post-in principle documents on 25.03.2021.	Complied
	Failed to pay fine levied as per SEBI (LODR) Regulations, 2015	Failed to pay fine levied of Rs.16,53,180/- for two quarters, September, 30, 2018 and December, 31, 2018)	Company has paid the said amount.	Complied
	Delisting of Shares.	Show cause notice for Delisting of Share.	Company had replied to notice.	Complied

